

1 75. During 2006, Defendants continued their misconduct, solidifying their control
2 over PTC.

3 76. Beginning about January 2006, Defendants approached Vivendi purporting to
4 seek a settlement and an agreement through which Vivendi could recoup much of its investment
5 and T-Mobile could increase its shareholdings in PTC. Despite its misgivings, Vivendi
6 participated in the negotiations because Deutsche Telekom's Chairman and Chief Executive
7 Officer was personally involved and had assured Vivendi's Chairman and Chief Executive
8 Officer of Defendants' good faith.

10 77. On March 7, 2006, Jean-Bernard Levy, Vivendi's Chief Executive Officer, spoke
11 with Kai-Uwe Rieke and Dr. Karl Gerhard Eick, Deutsche Telekom AG's Chief Executive
12 Officer and Deputy Chief Executive Officer, respectively, while Mr. Levy was in the United
13 States. During this conversation, the three discussed the on-going settlement negotiations. In
14 particular, Mssrs. Rieke and Eick assured Mr. Levy that T-Mobile had not agreed to provide
15 Solorz (through PTC) with an agreement known as a Mobile Virtual Network Operator
16 Agreement ("MVNO") – an agreement that would allow one of Solorz's companies to compete
17 with PTC by using PTC's cellular network for its own customers. On information and belief,
18 Mssrs. Rieke and Eick lied to Mr. Levy because three months later, on June 8, 2006, PTC's
19 Supervisory Board (which included four T-Mobile representatives) approved granting Solorz's
20 company an MVNO.
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23 78. The negotiations represented by these communications accelerated greatly by the
24 end of March 2006 as PTC's finances worsened as a result of Defendants' misconduct. On or
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